

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MASSACHUSETTS  
Proceeding Memorandum/Order**

In Re: Prospeed.Net, Inc.

Case Number: 03-44857 ( JBR )

Chapter: 11

**MOVANT/APPLICANT/PARTIES**

#118 Joint Motion Debtor and the Operating Telephone Company  
Subsidiaries of Verizon Communications Inc. for Entry of an Order  
Authorizing (A) the Debtor to File Under Seal a Stipulation with the  
Operating Company Subsidiaries of Verizon Communications Inc.  
and (B) the Court to Conduct an In Camera Hearing to Consider the  
Parties' Request, and the Impoundment of Such Papers and #125  
Opposition of the United States Trustee  
Timothy Mauser for Debtors  
~~MOTION~~ ~~Verizon Communications Inc.~~  
Lisa D. Tingle for the UST

Show Cause Order	_____ Released	_____ Enforced
<u>#118</u> <u>Granted</u>	_____ Approved	_____ Moot
_____ Denied	_____ Denied without Prejudice	
_____ Withdrawn in Open Court		
_____ Sustained	<u>#125</u> <u>Overruled</u>	
_____ Continued to: _____		
_____ Proposed Order to be Submitted by: _____		
_____ Stipulation to be Submitted by: _____		
_____ Taken Under Advisement		

**DECISION SET OUT MORE FULLY BY COURT AS FOLLOWS:**

*The Court adopts the reasoning of Judge  
Somma in In Re: Brahmacon, Inc., 04-15243-RS  
and allows the Motion.*

*Motion to Compromise to be filed  
by 6/22/05.*

SO ORDERED:

*Joel B. Rosenthal*  
Joel B. Rosenthal

Dated: 6/9/05